

Exhibit 66

**Excerpts of Brad Cline
Deposition Transcripts**

Brad Cline
10/1/2024

<p>1 UNITED STATES DISTRICT COURT 2 SOUTHERN DISTRICT OF NEW YORK 3 4 SECURITIES AND EXCHANGE) 5 COMMISSION,) 6 Plaintiff,) 7) Case No. 8 vs.) 23-cv-9518-PAE 9) 10 SOLARWINDS CORP. and) 11 TIMOTHY G. BROWN,) 12) 13 Defendants.) 14 _____) 15 16 VIDEOTAPED DEPOSITION OF 17 BRAD CLINE 18 Austin, Texas 19 Tuesday, October 1, 2024 20 21 22 23 24 Reported by: 25 Micheal A. Johnson, RDR, CRR Job No. 241001MJ</p> <p>1</p>	<p>1 APPEARANCES: 2 ON BEHALF OF PLAINTIFF: 3 U.S. SECURITIES AND EXCHANGE COMMISSION 4 BY: Kristen M. Warden 5 John J. Todor 6 Christopher J. Carney 7 100 F Street, NE 8 Washington, D.C. 20549 9 (202) 256-7941 10 wardenk@sec.gov 11 todorj@sec.gov 12 carneyc@sec.gov 13 14 ON BEHALF OF DEFENDANTS 15 SOLAR WINDS CORP. AND TIMOTHY G. BROWN: 16 17 LATHAM & WATKINS LLP 18 BY: Serrin Turner 19 Joshua A. Katz 20 1271 Avenue of the Americas 21 New York, New York 10020 22 (212) 906-1330 23 serrin.turner@lw.com 24 josh.katz@lw.com 25 26 ALSO PRESENT: 27 28 Becky Melton 29 Jason Bliss 30 Annie Gravelle (Via Zoom) 31 32 VIDEOGRAPHER: 33 Timothy Desadier 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100 101 102 103 104 105 106 107 108 109 110 111 112 113 114 115 116 117 118 119 120 121 122 123 124 125 126 127 128 129 130 131 132 133 134 135 136 137 138 139 140 141 142 143 144 145 146 147 148 149 150 151 152 153 154 155 156 157 158 159 160 161 162 163 164 165 166 167 168 169 170 171 172 173 174 175 176 177 178 179 180 181 182 183 184 185 186 187 188 189 190 191 192 193 194 195 196 197 198 199 200 201 202 203 204 205 206 207 208 209 210 211 212 213 214 215 216 217 218 219 220 221 222 223 224 225 226 227 228 229 230 231 232 233 234 235 236 237 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10/1/2024

1	DEPOSITION EXHIBITS			1	Austin, Texas, Tuesday, October 1, 2024
2	BRAD CLINE			2	9:07 a.m. - 5:05 p.m.
3	October 1, 2024			3	
4	EXHIBIT NO.	DESCRIPTION	MARKED	4	THE VIDEOGRAPHER: Here begins the
5	Exhibit 1	August 17, 2021	8	5	deposition of Brad Cline taking place at Latham &
6		Transcript of Bradley		6	Watkins at 300 Colorado Street, Austin, Texas in the
7		Cline		7	matter of the Securities and Exchange Commission
8	Exhibit 2	LinkedIn Profile of Brad	11	8	versus SolarWinds Corporation, et al. The case
9		Cline		9	number is 23-cv-9518-PAE.
10	Exhibit 3	SolarWinds Organizational	21	10	Today's date is October 1st, 2024.
11		Chart		11	The time on video is 9:07 a.m. The videographer is
12		SW-SEC00007328		12	Timothy Desadier and the court reporter is Micheal
13	Exhibit 4	SolarWinds Security	52	13	Johnson.
14		Statement		14	Counsel, please identify yourself and
15				15	state whom you represent.
16	Exhibit 5	June 2, 2017 PowerPoint,	90	16	MS. WARDEN: Kristen Warden for the
17		Securing Active Directory		17	Securities and Exchange Commission.
18		SW-SEC00262012 -		18	MR. TODOR: John Todor, Securities
19		SW-SEC00262016		19	and Exchange Commission.
20	Exhibit 6	January 11, 2018 E-mail,	129	20	MR. CARNEY: Christopher Carney, SEC.
21		Kellie Pierce to Rani		21	MR. TURNER: Serrin Turner,
22		Johnson, et al.		22	SolarWinds and Mr. Brown.
23		SW-SEC00042524 -		23	MR. KATZ: Josh Katz, Latham &
24		SW-SEC00042536		24	Watkins for SolarWinds and Mr. Brown.
25	Exhibit 7	March 16, 2018 E-mail,	144	25	MS. MELTON: Becky Melton,
		Brad Cline to Rani			
		Johnson			
		SW-SEC00042892 -			
		SW-SEC00042964			
	Exhibit 8	April 13, 2018 E-mail,	155		
		Brad Cline to David			
		Mills, et al.			
		SW-SEC00043080 -			
		SW-SEC00043084			
	Exhibit 9	August 30, 2018 E-mail,	162		
		Robert Krajcir to Brody			
		Taylor, et al.			
		SW-SEC00031653 -			
		SW-SEC00031668			
			5		7

1	DEPOSITION EXHIBITS			1	SolarWinds.
2	BRAD CLINE			2	THE VIDEOGRAPHER: Will the court
3	October 1, 2024			3	reporter please swear in the witness.
4	EXHIBIT NO.	DESCRIPTION	MARKED	4	BRAD CLINE,
5	Exhibit 10	2H 2019 CTO/DOIT R4R	200	5	called as a witness, having been duly sworn by a
6		Goals		6	Notary Public, was examined and testified as
7		SW-SEC00031564 -		7	follows:
8		SW-SEC00031569		8	EXAMINATION
9	Exhibit 11	October 29, 2019 E-mail,	217	9	BY MS. WARDEN:
10		Brad Cline to Rani		10	Q. Good morning, Mr. Cline. Can you please
11		Johnson		11	state your name and spell your name for the record.
12		SW-SEC00031499 -		12	A. Yes. It is Brad Cline, B-r-a-d and then
13		SW-SEC00031557		13	C-l-i-n-e.
14	Exhibit 12	October 30, 2020 E-mail,	223	14	Q. We're going to go over a couple of rules
15		Chris Day to Steven Hess,		15	about today's deposition.
16		et al.		16	Have you ever been deposed before?
17		SW-SEC00008996 -		17	A. No, not -- I have been -- I've testified
18		SW-SEC00008997		18	previously or gave testimony, but not deposed.
19	Exhibit 13	August 16, 2019	230	19	Q. You gave testimony to the SEC, correct?
20		PowerPoint, Security &		20	A. Yes, correct. Yeah.
21		Compliance Program		21	(Deposition Exhibit 1 marked for
22		Quarterly Overview		22	identification.)
23		SW-SEC00001497 -		23	BY MS. WARDEN:
24		SW-SEC00001550		24	Q. You've been handed what has been marked
25	Exhibit 14	May 17, 2019 PowerPoint,	231	25	Cline Exhibit 1, this is the transcript of your
		Security & Compliance			
		Program Quarterly;			
		Overview & Status			
		SW-SEC00001635 -			
		SW-SEC00001652			
			6		8

<p>1 August 17th -- if you can just keep one and -- keep 2 the marked one and pass it. 3 A. Got it. 4 Q. This is the August 17th, 2021, 5 investigative testimony that you gave in the 6 investigation of SolarWinds, correct? 7 A. Yes, I believe so. That should be 8 correct. 9 Q. You can take your time to flip through 10 it. Do you recognize the document? 11 A. Yes, I recognize my testimony. 12 Q. And have you reviewed the transcript of 13 your August 17th, 2021, testimony before? 14 A. I did do a quick preread on it, but not 15 fully. I just reacquainted myself with the general. 16 Q. Before today's deposition? 17 A. Yes. Yes. 18 Q. And did you do your best to tell the 19 truth during your August 17th, 2021, testimony? 20 A. I did. 21 Q. And did you notice anything in reviewing 22 the August 17th, 2021, transcript that you now 23 believe is incorrect? 24 A. No. I didn't go through it 100 percent, 25 but I didn't -- nothing that stood out for me, no.</p> <p style="text-align: center;">9</p>	<p>1 counsel prior to your deposition today? 2 A. I have, yes. 3 Q. About how many times? 4 A. Three times. 5 Q. Okay. And about how many hours did you 6 meet with your counsel? 7 A. All told, probably roughly 12 hours. 8 Q. And your counsel may have objections 9 during this deposition. This is to preserve the 10 record. Unless your counsel instructs you not to 11 answer a question, you can go ahead and answer the 12 question after your counsel makes the objection. 13 A. Okay. 14 Q. Any reason you cannot provide truthful 15 testimony today? 16 A. No. 17 Q. Any medication that you think will 18 prevent you from giving truthful testimony today? 19 A. No. 20 (Deposition Exhibit 2 marked for 21 identification.) 22 BY MS. WARDEN: 23 Q. Mr. Cline, you've been presented what has 24 been marked Cline Exhibit 2. Take a moment and look 25 at it.</p> <p style="text-align: center;">11</p>
<p>1 Q. So, Mr. Cline, I'm going to ask you a 2 series of questions today. You must provide 3 truthful answers. And everything that you say is 4 being transcribed here by the court reporter, so 5 please answer audibly and let's please try to not 6 talk over one another, which I will work on as 7 well -- 8 A. Okay. 9 Q. -- so that we get a clear record -- 10 A. Got it. 11 Q. -- of today's deposition. 12 If you don't understand a question, just 13 ask me to clarify. And we'll aim to take a break 14 about every hour, but if you want to take a break at 15 any point, just indicate so. We just ask that 16 before you break, you finish answering the question 17 that's pending. 18 A. Understood. 19 Q. Are you represented by counsel today? 20 A. I am. 21 Q. Okay. And is it Mr. Turner of 22 Latham & Watkins? 23 A. Latham and then the internal SolarWinds 24 team as well. 25 Q. All right. And did you meet with your</p> <p style="text-align: center;">10</p>	<p>1 A. Uh-huh. 2 Q. Do you recognize this document? 3 A. It looks like a LinkedIn output. 4 Q. And is it your LinkedIn profile? 5 A. Yes, that looks correct. 6 Q. Okay. And let me direct you to the 7 second page under Experience. 8 Do you see that? 9 A. Yes. 10 Q. Okay. And it lists SolarWinds as your 11 employer, correct? 12 A. Correct. 13 Q. Okay. And then it says senior director 14 of IT, and are the dates right? You were senior 15 director of IT between October of 2020 to the 16 present? 17 A. That -- yes, that is correct. 18 Q. So what were you hired to do as senior 19 director of IT? 20 A. The role's changed over the four years 21 that I've been back with the company, and as of 22 recently it's changed completely. I'm over a 23 different team, the business application team. But 24 originally I came back in to take over the 25 networking team, the systems team, our UC team, our</p> <p style="text-align: center;">12</p>

<p>1 Q. And then let's -- if you go down to -- 2 looks like you left SolarWinds in November 2019, 3 right? 4 A. Yes, that's correct. 5 Q. Okay. And you joined EZCORP? 6 A. EZCORP, correct, yes. 7 Q. And what was EZCORP? 8 A. It is a financial banking company in that 9 sector. 10 Q. And what was your role as VP of 11 infrastructure? 12 A. At that business I had both what would be 13 considered the business applications and the 14 infrastructure teams, managing all of their 15 infrastructure and external customer-facing systems. 16 Q. Okay. And then focusing in on the bottom 17 of your LinkedIn profile, prior to leaving for 18 EZCORP it says that you worked at SolarWinds between 19 May -- October 2016 and November 2019; is that 20 right? 21 A. Yes, that sounds correct. 22 Q. Okay. So let's split it up. Two 23 different positions, right? 24 A. Yes, I had two different positions. 25 Different teams during that time as well.</p> <p style="text-align: center;">17</p>	<p>1 A. I had handled -- or I took on the systems 2 team at that time initially, and I reported to Dave 3 Mills, was my initial reporting. 4 Q. And what was Mr. Mills' position? 5 A. He was VP of information technology at 6 that time. 7 Q. Okay. At some point did you report to 8 the CIO Rani Johnson? 9 A. I did, and there was a period there that 10 I also -- I had reported to Bill Carroll, who was 11 senior director of IT. 12 Q. And as director of information technology 13 at the company, what was your role in connection 14 with cybersecurity? 15 A. Similar to previously stated. So I would 16 have had management of the end-user devices, 17 management of -- for corporate IT, the management of 18 our networking switches, firewalls, servers. And so 19 all of those, of course, have a security component 20 and we would follow the InfoSec and security and 21 compliance guidelines for implementation. 22 Q. Did you interact with any SolarWinds 23 executives focusing in on your time as director of 24 IT, May 2017 to November 2019? 25 A. Executives. Yes. I mean, there was</p> <p style="text-align: center;">19</p>
<p>1 Q. Okay. So you joined SolarWinds in 2 October 2016 as a senior manager, right? 3 A. Correct. 4 Q. And was it a senior manager in the IT 5 group? 6 A. That is correct, yeah. States there I 7 was the manager of the network engineering team. 8 Q. Okay. And what did you do as the manager 9 of the network engineering team? 10 A. The network team as mentioned handled all 11 of our internal corporate network systems. That 12 would be your switching and routing, firewalls for 13 the company. 14 Q. Okay. And who did you report to as 15 senior manager IT? 16 A. Originally it was Jason Matthews. 17 Q. Okay. And then in May 2017 you 18 transitioned to be director of information 19 technology at SolarWinds; is that correct? 20 A. Correct. 21 Q. Okay. And you held that position until 22 November 2019? 23 A. Correct. 24 Q. Okay. How did your duties change as 25 director of information technology at SolarWinds?</p> <p style="text-align: center;">18</p>	<p>1 always either support capacity or there may have 2 been a project that we were working on or a 3 presentation. So there's always chances for 4 interactions. 5 Q. And which ones? 6 A. It would probably pretty much be anybody 7 at any point in time. We were a support 8 organization. So if somebody from sales needed 9 assistance, you know, an executive in sales, we 10 would go and support them. Marketing. If one of 11 the other leaders had a question around technical, 12 we also supported the company, we had some 13 initiatives around -- we as IT were very much 14 exemplary of our customers, because SolarWinds sells 15 software to customers very much similar sized IT as 16 our organization. And so we provide feedback on 17 products that we thought were of interest. We 18 provide feedback on needs that we had as a team that 19 we could see customers also needing. 20 So those were all different interactions 21 that we would have with executive teams. So maybe a 22 presentation on a feature or function within the 23 product that would be beneficial to us. So we would 24 show that and at times it would either be -- we 25 would be called into a group to give that</p> <p style="text-align: center;">20</p>

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<p>1 you were director of IT and network administrator? 2 A. That's -- that would be correct, yes. 3 Q. And you sent it to your boss, the CIO, 4 Ms. Johnson? 5 A. I don't -- I can't recall if at that time 6 I was directly reporting to her, but if Dave Mills 7 was still with the company, I would have been 8 reporting to Dave Mills. And I believe this is 9 before Bill Carroll joined. So I think I sent it to 10 her for awareness because we would send her project 11 updates. 12 Q. And you told Ms. Johnson, who was the CIO 13 at the time: Here are the updated slides. Let me 14 know if you want any other changes. 15 Do you see that? 16 A. Yes. 17 Q. Did you prepare the major project 18 portfolio slide deck starting on Bates 2893, the 19 next page, the attachment? 20 A. No. I had -- Rani -- or most likely 21 Kellie would run the administration of the actual 22 major project portfolio. We would update our 23 particular slides that were within that portfolio. 24 So what I'm referencing here in the numbers is which 25 slides I was updating.</p> <p>145</p>	<p>1 A. I do. 2 Q. Okay. And this slide lists at the top 3 DOIT lead as Eric Quitugua. 4 Do you see that? 5 A. I do. 6 Q. Was this one of the slides you provided 7 input on? 8 A. No, it's not in the numbers that I 9 referenced on the first page and Eric Quitugua's 10 name is on the top. 11 Q. Well, there are no numbers in the deck. 12 A. It says No. 5, Security Assessment and 13 Remediation. 14 Q. Oh, that's how you read the numbers? 15 A. Correct. 16 Q. But No. 1 doesn't start on the first 17 slide. 18 A. Again, I didn't maintain the slide. This 19 was either Kellie or Rani, so I'm referencing the 20 number of the slide or the number of the project. 21 Q. Okay. Understanding that you did not 22 contribute to Bates ending in 2906 -- I just wanted 23 to ask you a couple things. Okay. Do you see under 24 Description, the second sentence, it says: Develop 25 a risk register and provide security guidance as</p> <p>147</p>
<p>1 Q. Okay. And there are -- you list numbers 2 in Bates ending in 2892 and there's some notes next 3 to it. 4 A. Correct. 5 Q. So is it fair to assume that the numbers 6 you list are the slides that you provided input or 7 that you updated? 8 A. That seems appropriate, yes. 9 Q. Okay. Who else provided input in this 10 major project portfolio slide deck? 11 A. Essentially anyone within Rani's 12 organization that had a project, which I think this 13 thing is about 90 pages long, so pretty much 14 everyone on the team. 15 Q. And why was this major project portfolio 16 slide deck created? 17 A. I believe Rani Johnson or Kellie 18 perspective were the original creators of it, so I 19 can't speak to why they did it, but it would 20 generally be used for tracking of your projects. 21 Q. If you could turn to Bates ending in 22 2893 -- I don't think that's right. Sorry. 23 28 -- 2906. Let's try that. 24 Do you see it says: No. 5, Security 25 Assessment and Remediation at the top?</p> <p>146</p>	<p>1 part of remediation efforts -- 2 THE REPORTER: Hold on. Repeat that 3 and slow down. 4 BY MS. WARDEN: 5 Q. Do you see it says: Develop a risk 6 register and provide security guidance as part of 7 remediation efforts to prevent, detect and respond 8 to cybersecurity attacks and comply with applicable 9 regulations? 10 Do you see that? 11 A. I do. 12 Q. Do you understand why you were doing 13 that? 14 MR. TURNER: Objection to form and 15 foundation. 16 A. This is Eric Quitugua's project. This is 17 Eric Quitugua's slide. I do not know why he wrote 18 the description, but, yeah, I would have to make a 19 guess as to why he wrote that. 20 BY MS. WARDEN: 21 Q. Are you aware of a risk register being 22 developed as of March 2018? 23 A. I was not fully aware of everything that 24 the InfoSec team did or Eric did, but there were 25 times that I saw a risk register readout.</p> <p>148</p>

<p>1 about any of the risks on Bates -- no Bates, but on 2 slide 6?</p> <p>3 MR. TURNER: Objection to form. He's 4 testified repeatedly he doesn't know what these 5 things even mean.</p> <p>6 A. Again, a month back in, I can't remember 7 specifically the creation of this slide, who created 8 it or if they contacted my team.</p> <p>9 BY MS. WARDEN:</p> <p>10 Q. Was it your understanding the InfoSec 11 group was responsible for these issues?</p> <p>12 MR. TURNER: Objection to form.</p> <p>13 A. With what context? Which bullet point?</p> <p>14 BY MS. WARDEN:</p> <p>15 Q. Well, you mentioned you were responsible 16 for AD authentication, right?</p> <p>17 A. Yes.</p> <p>18 Q. Okay. So were you responsible for 19 anything else on slide 6?</p> <p>20 MR. TURNER: Object to form.</p> <p>21 A. AD authentication was one of my areas of 22 responsibility and then we'd already discussed the 23 business continuity plan and where that would have 24 intersected with my team.</p> <p>25</p> <p>229</p>	<p>1 would need an example. I recall our monthly 2 meetings that we had with our InfoSec team, but 3 not -- if this was that meeting that you're 4 referring to, I don't recognize this format.</p> <p>5 Q. Do you know who did prepare security and 6 compliance program quarterly overview slide decks?</p> <p>7 A. I do not. I don't see a name on it. I 8 would assume with the size there are multiple 9 contributors.</p> <p>10 MS. WARDEN: Is now a good time for a 11 break?</p> <p>12 THE VIDEOGRAPHER: Going off the 13 record. Time is 4:50. 14 (Recess taken from 4:50 p.m. to 15 5:03 p.m.)</p> <p>16 THE VIDEOGRAPHER: Back on the 17 record. Time is 5:03. 18 (Deposition Exhibit 14 marked for 19 identification.)</p> <p>20 BY MS. WARDEN:</p> <p>21 Q. Mr. Cline, you were presented Cline 22 Exhibit 14. For the record, it is SW-SEC00001635 23 through 52. It's the Security & Compliance Program 24 Quarterly dated May 17th, 2019. 25 Take your time reviewing.</p> <p>231</p>
<p>1 BY MS. WARDEN:</p> <p>2 Q. Okay. 3 (Deposition Exhibit 13 marked for 4 identification.)</p> <p>5 BY MS. WARDEN:</p> <p>6 Q. Mr. Cline, you've been presented with 7 Cline Exhibit 13. For the record, it's Bates 8 SW-SEC00001497 through 1550. It's entitled Security 9 & Compliance Program Quarterly Overview. Take your 10 time to look at it. 11 (Witness reviews document.)</p> <p>12 A. Okay.</p> <p>13 BY MS. WARDEN:</p> <p>14 Q. Do you recognize this document, sir?</p> <p>15 A. I do not. I believe --</p> <p>16 Q. So August 2019 I believe you -- that's 17 when you -- the tail end of being director of IT?</p> <p>18 A. Correct. This is a very product-focused 19 slide. I don't believe I was normally part of this. 20 I don't recognize the slides or the topics in 21 general.</p> <p>22 Q. Okay. Were you -- did you ever 23 participate in security and compliance program 24 quarterly meetings?</p> <p>25 A. I don't recall those specifically. I</p> <p>230</p>	<p>1 (Witness reviews document.)</p> <p>2 A. Okay.</p> <p>3 BY MS. WARDEN:</p> <p>4 Q. So, sir, we just looked at the 5 August 2019 Security and Compliance Program 6 Quarterly. This is the May 2019 Security and 7 Compliance Program Quarterly. 8 Do you recognize this document?</p> <p>9 A. Not specifically, no.</p> <p>10 Q. And did you contribute to any content in 11 Exhibit 14?</p> <p>12 A. I do not see any projects with my name or 13 any of my team's names on them. It appears to be 14 very product-focused.</p> <p>15 Q. Okay. Do you know who prepared 16 Exhibit 14?</p> <p>17 A. I do not.</p> <p>18 MS. WARDEN: No further questions at 19 this time.</p> <p>20 MR. TURNER: Great. No questions 21 from us.</p> <p>22 THE VIDEOGRAPHER: This concludes 23 today's testimony of Brad Cline. Going off the 24 record. Time is 5:05. 25 (Deposition concluded at 5:05 p.m.)</p> <p>232</p>

Brad Cline
10/1/2024

REPORTER'S CERTIFICATION

I, Micheal A. Johnson, Registered Diplomat
Reporter and Notary Public in and for the State of
Texas, certify that on the 1st day of October, 2024
I reported the Videotaped Deposition of BRAD CLINE,
after the witness had first been duly cautioned and
sworn to testify under oath; said deposition was
subsequently transcribed by me and under my
supervision and contains a full, true and complete
transcription of the proceedings had at said time
and place; and that reading and signing was not
requested.

I further certify that I am neither counsel
for nor related to any party in this cause and am
not financially interested in its outcome.

GIVEN UNDER MY HAND AND SEAL of office on
this 7th day of October, 2024.

MICHEAL A. JOHNSON, RDR, CRR
NCRA Registered Diplomat Reporter
NCRA Certified Realtime Reporter

Notary Public in and for the
State of Texas
My Commission Expires: 8/8/2028

233